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IN THE UNITED STATES DISTRICT COURT FOR THE EASTERN DISTRICT OF PENNSYLVAN

JUN - 4 2012 VANIA JUN - 4 2012

JUDITH KAY NADLER, Individually and On Behalf of Herself and All Others Similarly Situated,

v.

Plaintiff,

CHARMING SHOPPES, INC., et al.,

Defendants.

Case No. 2:12-cv-02838-HB

CLASS ACTION

FILED

JUN 4 - 2012

MICHAEL E. KUNZ, Clerk By______Dep. Clerk

STIPULATION AND PROPOSED ORDER TO STAY ACTION PENDING SETTLEMENT-RELATED PROCEEDINGS

It is hereby stipulated and agreed by and between counsel for Plaintiff JUDITH KAY
NADLER and Defendants CHARMING SHOPPES, INC. and MICHAEL GOLDSTEIN,
KATHERINE M. HUDSON, BRUCE J. KLATSKY, ALAN ROSSKAMM, RICHARD W.
BENNETT III, ANTHONY M. ROMANO, PAULA A. PRICE, ARNAUD AJDLER,
MICHAEL C. APPEL, and MICHAEL J. BLITZER that all proceedings in the above-captioned action shall be stayed pending final approval of the parties' settlement in *In re Charming*Shoppes, Inc. Derivative and Class Action Litigation, Doc. No. 2012-04154, in and by the Court of Common Pleas for Bucks County, Pennsylvania, after which, upon final approval by the Court of Common Pleas, Plaintiff shall dismiss this action with prejudice.

Dated: June 4, 2012

/s/ Michael F. Brown

MICHAEL F. BROWN

DRINKER BIDDLE & REATH LLP ONE LOGAN SQUARE, STE. 2000 PHILADELPHIA, PA 19103-6996 215-988-2988 michael.brown@dbr.com

Counsel to Defendant Charming Shoppes, Inc.

Dated: June 4, 2012

/s/ Jeffrey C. Trauger

JEFFREY C. TRAUGER GRIM, BIEHN & THATCHER 104 S. 6TH STREET P.O. BOX 215 PERKASIE, PA 18944 215-257-6811 jtrauger@grimlaw.com

Counsel to Defendants Michael Goldstein, Arnaud Ajdler, Michael C. Appel, Richard W. Bennet, III, Michael J. Blitzer, Katherine M. Hudson, Bruce J. Klatsky, Paula A. Price, Anthony M. Romano, and Alan Rosskamm

Dated: June 4, 2012

Dated: June 4, 2012

/s/ Kenneth I. Trujillo

JENNIFER E. AGNEW
KENNETH I. TRUJILLO
TRUJILLO RODRIGUEZ & RICHARDS
LLC
1717 ARCH ST., SUITE 3838
PHILADELPHIA, PA 19103
215-731-9004
jagnew@trrlaw.com

Counsel to Plaintiff Judith Kay Nadler

SO ORDERED.

BY THE COURT:

D. M. 122, 123, 124